

CHICAGO AND



TRANSPORTATION COMPANY

OFFICE OF THE SECRETARY

DIRECT DIAL NUMBER

(312) 559-6158

September 30, 1987

File No. A-13006

RECORDATION NO. 1 5321 Filed 10/1/87

OCT 1 1987 - 1 22 PM

INTERSTATE COMMERCE COMMISSION

Ms. Noreta McGee
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

DATE 10-1-87
FEE \$ 10.00

ICC Washington, D. C.

Dear Ms. McGee:

Pursuant to Section 11303 (formerly Section 20c), of the Interstate Commerce Act, attached for recordation are counterparts of Bill of Sale dated September 25, 1987, covering the sale by this company to North Western Leasing Company of sixty (60) box cars listed on Schedule A attached to the Bill of Sale.

Enclosed is our check for \$10.00 to cover your recording fee. Please assign a recordation number, retain one counterpart for your files, and return the remaining counterparts each showing recordation data.

Sincerely,

Lisa M. Fanelli
Assistant Secretary

Enclosure

cc: J. E. Voldseth
M. H. Shumate
J. G. Marski
D. E. Stockham

f-cs37(3) (9)

Counterpart — Aug C Reads

BILL OF SALE

RECORDATION NO. 1 5321
FILE NO. 1

OCT 1 1987 - 1 22 PM

INTERSTATE COMMERCE COMMISSION

FOR AND IN CONSIDERATION and upon the payment of the sum of \$791,712.00 undersigned, CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware Corporation, (Hereinafter called the Company) does hereby sell, assign, transfer, convey and deliver to NORTH WESTERN LEASING COMPANY, a Delaware Corporation, all of the Company's right, title and interest in and to the equipment described on Schedule A attached hereto and made a part hereof. The Company does hereby covenant that it is the lawful owner of said equipment, that each unit of said equipment is free and clear from all claim, liens, security interests, and encumbrances, except any liens and security interests, which the Company hereby undertakes to cause to be released, of any conditional sale agreement or other security agreement or of the Mortgage and Security Agreement dated June 1, 1972 between the Company and Chicago and North Western Railway Company and Chicago and North Western Railway Company's First Mortgage (the obligations of which Mortgage have been assumed by the Company); that it has full right and power to sell and convey said equipment as aforesaid, and that it will warrant and defend said equipment against the lawful claims and demands of all parties and persons whomsoever.

IN WITNESS WHEREOF, the Chicago and North Western Transportation Company has executed this Bill of Sale this 25th day of September, 1987.

CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY

By *John M. Jeff*
Vice President

ATTEST:

Lisa M. Farrell
Assistant Secretary

SCHEDULE A

<u>Quantity</u>	<u>Car Type</u>	<u>Railroad System No.</u>	<u>Purchase Price</u>
8	Equipped Box Cars	CGW 10302	\$ 12,987
		CGW 10303	12,987
		CGW 10304	12,987
		CGW 10306	12,987
		CGW 10307	12,987
		CGW 10309	12,987
		CGW 10310	12,987
		CGW 15000	18,639
		Subtotal	<u>\$109,548</u>
52	50-Foot Box Cars	CGW 10312	\$ 12,987
		CGW 10313	12,987
		CGW 10316	12,987
		CGW 10317	12,987
		CGW 10321	13,139
		CGW 10323	13,139
		CGW 10324	13,139
		CGW 10326	13,139
		CGW 10327	13,139
		CGW 10330	13,139
		CGW 10331	13,139
		CGW 10332	13,139
		CGW 10333	13,139
		CGW 10334	13,139
		CGW 10336	13,139
		CGW 10338	13,139
		CGW 10340	13,139
		CGW 10342	13,139
		CGW 10343	13,139
		CGW 10344	13,139
		CGW 10345	13,139
		CGW 10346	13,139
		CGW 10347	13,139
		CGW 10350	13,139
		CGW 10352	12,987
		CGW 10354	12,987
		Subtotal	<u>\$340,702</u>

SCHEDULE A

<u>Quantity</u>	<u>Car Type</u>	<u>Railroad System No.</u>	<u>Purchase Price</u>
52	50-Foot Box Cars	CGW 10355	\$ 12,987
		CGW 10359	13,139
		CGW 10360	13,139
		CGW 10362	13,139
		CGW 10366	13,139
		CGW 10368	13,139
		CGW 10369	13,139
		CGW 10378	13,139
		CGW 10379	13,139
		CGW 10380	13,139
		CGW 10381	13,139
		CGW 10383	13,139
		CGW 10384	13,139
		CGW 10385	13,139
		CGW 10386	13,139
		CGW 10388	13,139
		CGW 10389	13,139
		CGW 10390	13,139
		CGW 10391	13,139
		CGW 10392	13,139
		CGW 10393	13,139
		CGW 10394	13,139
		CGW 10395	13,139
		CGW 10397	13,139
		CGW 10399	13,139
		CGW 10400	13,139
		Subtotal	\$341,462
		GRAND TOTAL	\$791,712